
TENNESSEE DEPARTMENT OF
FINANCIAL INSTITUTIONS



CREDIT UNION DIVISION

CREDIT UNION DIVISION

The **Credit Union Division** is responsible for supervision and examination of each state-chartered credit union and our corporate credit union. Like their counterparts in the Bank Division, Credit Union Examiners perform safety and soundness examinations of each credit union and corporate to determine compliance with governing laws and regulations. Credit union examiners perform evaluations of each credit union's assets, liabilities, income, and expenses in order to assess the solvency of the credit union. They also investigate consumer complaints involving credit unions.

An impressive notation to the Credit Union Division took place when two of our financial institutions reached a regulatory milestone by exceeding the one billion-dollar in total asset benchmark. Our state-chartered natural person credit union, Eastman, and our corporate, Volunteer Corporate, each exceeded this impressive mark during 2001.

The Credit Union Division conducted a voluntary survey at the conclusion of every examination. The survey was mailed with each report of examination. The purpose of the evaluation was to measure the overall efficiency and effectiveness of the examination and to determine adequacy of communication skills. Data accumulation and summaries assured the confidentiality and integrity of this process. The results of the survey reveal that credit unions definitely or generally agreed that the examination process met its goals.

The Credit Union Division received its re-accreditation from the National Association of State Credit Union Supervisors (NASCUS). The NASCUS accreditation is for a five-year period. Additionally, division examiners and supervisors have met the comprehensive criteria for NASCUS examination certifications. The results of this certification process places our examiners on a national level with other examiners ensuring professionalism, degree of education, and continuing education.

The Division had an increase in the number of field of membership and by-law approvals with a decrease in the average processing time during 2001. The Division continually strives for improvement in the processing time to further our efficiency and effectiveness. The Division met its regulatory requirement for conducting examinations with an improvement in the number of days to process an examination. The Division also established an off-site monitoring and follow-up program. This resulted in an improvement in the overall oversight of our state-chartered credit unions.

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

NEW CHARTERS AND CORPORATE ORGANIZATIONS

MERGERS

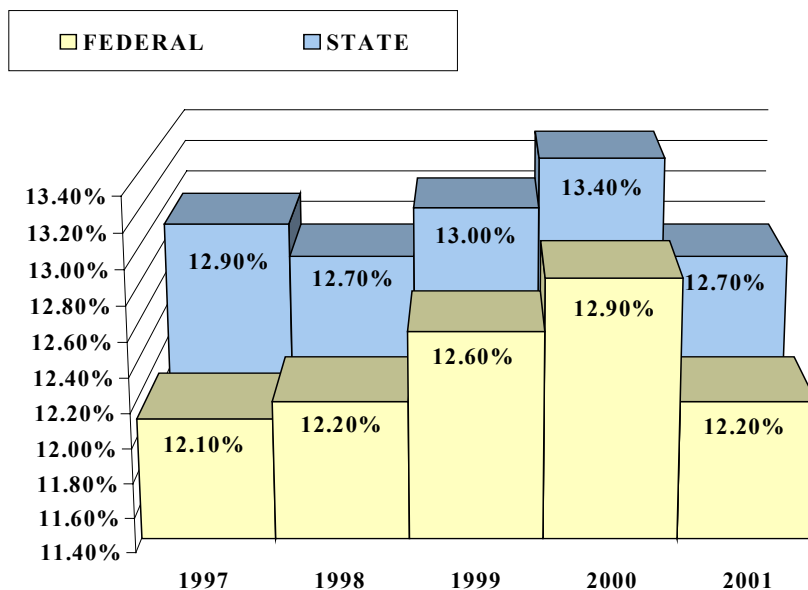
<u>DATE OF MERGER</u>	<u>NAME OF INSTITUTION</u>
01-03-2001	Weavexx Credit Union merged into Consumer Credit Union, Greeneville, Tennessee
01-04-2001	Goldsmith's Employees Credit Union merged into New Horizons Credit Union
02-28-2001	Ranally Federal Credit Union (a federal credit union) merged into U.S. Courthouse Credit Union, Nashville, Tennessee
04-03-2001	United Credit Union merged into Kingsport Press Credit Union, Kingsport, Tennessee
04-23-2001	Tennessee Workers Credit Union merged into Tennessee Telco Credit Union, Nashville, Tennessee
07-02-2001	Wallace Hardware Employees Credit Union merged into Lowland Credit Union, Morristown, Tennessee
07-02-2001	Members First Credit Union merged into Consumer Credit Union, Greeneville, Tennessee
07-31-2001	Professional Teachers' Credit Union merged into Beacon Federal, East Syracuse, New York
12-31-2001	Bristol Tennessee Teachers Credit Union merged into Sullivan County Employees Credit Union, Blountville, Tennessee
12-31-2001	Blazer Credit Union merged into American Uniform Credit Union, Cleveland, Tennessee

NAME CHANGES

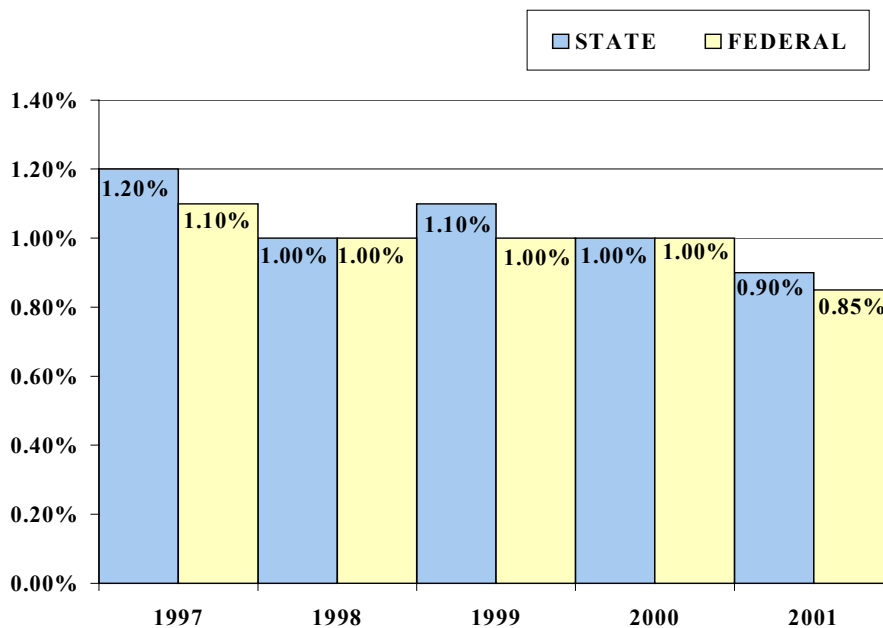
<u>DATE</u>	<u>NAME OF INSTITUTION</u>
02-07-2001	Dobbs Employees' Savings Association Credit Union changed its name to Gate Gourmet Employees' Credit Union
02-07-2001	Free Press Credit Union changed its name to Times Free Press Credit Union
05-30-2001	Tennessee Telco Credit Union changed its name to Southeast Financial Credit Union

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

NET WORTH TO ASSET RATIOS FOR TENNESSEE CREDIT UNIONS

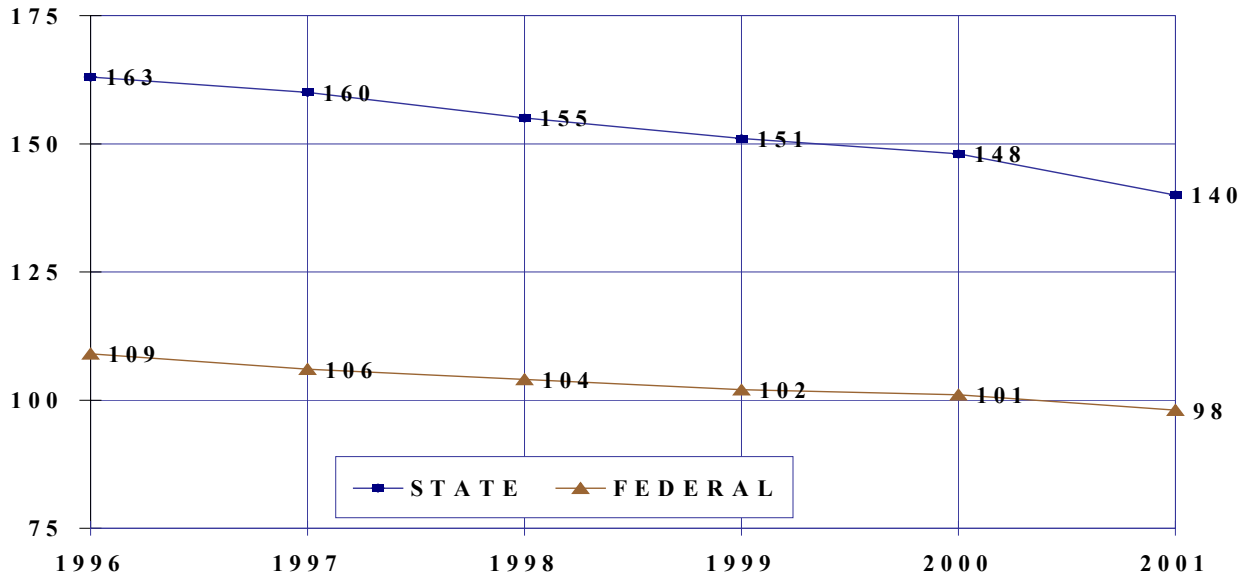


RETURN ON ASSETS

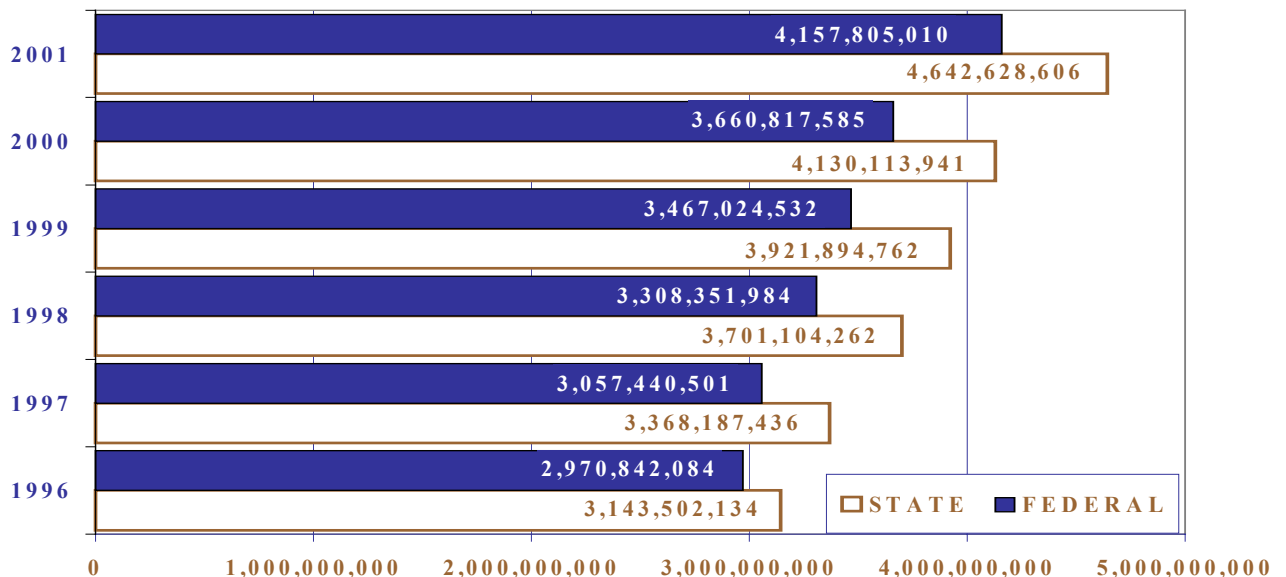


TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

NUMBER OF CREDIT UNIONS IN TENNESSEE



CREDIT UNION ASSETS IN TENNESSEE



TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

KEY RATIOS FOR STATE-CHARTERED CREDIT UNIONS

	December 2001	December 2000
RATIO DESCRIPTION		
CAPITAL ADEQUACY		
Net Worth/Total Assets	12.7%	13.4%
Total Delinquent Loans/Net Worth	3.2%	3.1%
Solvency Evaluation (Estimated)	115.4%	116.0%
Classified Assets (Estimated)/Net Worth	4.0%	3.7%
ASSET QUALITY		
Delinquent Loans/Total Loans	0.6%	0.6%
Net Charge-Offs/Average Loans	0.4%	0.3%
Fair (Market) Value/Book Value (HTM Invests)	100.9%	101.0%
Accumulated Unreal G-L On AFS/CST of Invest AFS	1.8%	0.5%
Delinquent Loans/Assets	0.4%	0.4%
EARNINGS		
Return on Average Assets	0.9%	1.0%
Gross Income/Average Assets	8.0%	8.4%
Cost of Funds/Average Assets	3.4%	3.6%
Net Margin/Average Assets	4.7%	4.7%
Operating Expense/Average Assets	3.5%	3.5%
Provision for Loan Losses/Average Assets	0.3%	0.3%
Net Interest Margin/Average Assets	3.7%	3.8%
Operating Expense/Gross Income	43.3%	41.8%
Fixed Assets and Oreos/Total Assets	2.0%	2.0%
Net Operation Expense/Average Assets	2.8%	2.8%
ASSET/LIABILITY MANAGEMENT		
Net Long-term Assets/Total Assets	24.6%	28.1%
Reg Shares/Total Shares and Borrowings	28.1%	28.9%
Total Loans/Total Shares	76.1%	83.4%
Total Loans/Total Assets	63.6%	69.9%
Cash + Short-term Investments/Assets	21.5%	16.5%
Total Shares, Deposits and Borrows/Earning Assets	90.1%	89.7%
Borrowings/Total Shares and Capital	2.7%	1.8%
Estimated Loan Maturity in Months	28.7%	32.4%
OTHER RATIOS		
Market Growth	7.1%	8.1%
Net Worth Growth	12.1%	5.2%
Loan Growth	2.2%	8.0%
Asset Growth	12.4%	5.3%
Investment Growth	41.2%	66.4%

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

KEY RATIOS FOR TENNESSEE FEDERALLY-CHARTERED CREDIT UNIONS

	December 2001	December 2000
RATIO DESCRIPTION		
CAPITAL ADEQUACY		
Net Worth/Total Assets	12.2%	12.9%
Total Delinquent Loans/Net Worth	3.2%	3.0%
Solvency Evaluation (Estimated)	114.2%	115.0%
Classified Assets (Estimated)/Net Worth	3.2%	3.2%
ASSET QUALITY		
Delinquent Loans/Total Loans	0.6%	0.6%
Net Charge-Offs/Average Loans	.04%	0.3%
Fair (Market) Value/Book Value (HTM Invests)	100.8%	100.4%
Accumulated Unreal G-L On AFS/CST of Invest AFS	1.0%	-0.1%
Delinquent Loans/Assets	0.4%	0.4%
EARNINGS		
Return on Average Assets	0.9%	1.0%
Gross Income/Average Assets	7.7%	8.1%
Cost of Funds/Average Assets	3.4%	3.6%
Net Margin/Average Assets	4.4%	4.5%
Operating Expense/Average Assets	3.2%	3.3%
Provision for Loan Losses/Average Assets	0.3%	0.2%
Net Interest Margin/Average Assets	3.4%	3.6%
Operating Expense/Gross Income	41.7%	40.3%
Fixed Assets and Oreos/Total Assets	2.1%	2.1%
Net Operation Expense/Average Assets	2.6%	2.6%
ASSET/LIABILITY MANAGEMENT		
Net Long-term Assets/Total Assets	24.3%	23.3%
Reg Shares/Total Shares and Borrowings	37.0%	36.3%
Total Loans/Total Shares	71.2%	79.5%
Total Loans/Total Assets	61.7%	68.4%
Cash + Short-term Investments/Assets	19.0%	15.9%
Total Shares, Deposits and Borrowows/Earning Assets	91.6%	91.2%
Borrowings/Total Shares and Capital	0.3%	0.2%
Estimated Loan Maturity in Months	27.1%	28.5%
OTHER RATIOS		
Market Growth	7.2%	8.5%
Net Worth Growth	14.4%	5.0%
Loan Growth	2.4%	6.5%
Asset Growth	13.6%	5.6%
Investment Growth	44.1%	26.2%

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

STATE-CHARTERED CREDIT UNIONS Consolidated Balance Sheet

(In Actual Numbers)

	December 2001	December 2000	% Change
ASSETS:			
CASH:			
Cash on Hand	56,470,009	55,581,568	1.6
Cash On Deposit	460,141,316	291,569,658	57.8
Cash Equivalents	72,968,831	58,533,915	24.7
TOTAL CASH	589,580,156	405,685,141	45.3
INVENSTMENTS:			
U.S. Government Obligations	54,590,283	40,538,730	34.7
Federal Agency Securities	498,305,495	418,624,849	19.0
All Mutual Funds	7,494,252	8,147,037	-8.0
Total MCSD and PIC In Corporate	20,218,144	19,582,847	3.2
Corporate Central (CD)	126,946,044	73,033,362	73.8
Banks and S&Ls (CD)	222,788,720	123,709,311	80.1
DEP IN & Loans To Other Credit Unions	4,061,940	3,346,249	21.4
All Other Investments	16,743,062	13,884,566	20.6
TOTAL INVESTMENTS	951,147,939	700,866,950	35.7
LOANS AND LEASES			
Unsecured Credit Card Loans	135,160,253	130,023,580	4.0
All Other Unsecured Loans	251,729,884	260,837,798	-3.5
New Auto Loans	532,226,878	585,360,680	-9.1
Used Auto Loans	655,051,674	604,489,660	8.4
1 st Mortgage Real Estate Loans	1,001,042,336	921,525,527	8.6
Other Real Estate Loans	247,702,552	255,939,377	-3.2
Leases Receivable	3,776,369	4,325,484	-12.7
Other Member Loans	124,375,018	122,430,283	1.6
All Other Loans	1,447,763	2,667,934	-45.7
TOTAL LOANS	2,952,512,727	2,887,600,323	2.2
LESS: ALLOWANCE FOR LOAN AND LEASES	23,809,164	20,589,686	15.6
Other Real Estate Owned	983,664	721,822	36.3
Land and BLDG (Net of Depreciation)	71,553,633	63,229,037	13.2
Other Fixed Assets	18,586,340	16,912,613	9.9
Share INS CAP Deposit	33,919,511	31,669,871	7.1
Other Assets	48,153,800	44,017,870	9.4
TOTAL ASSETS	4,642,628,606	4,130,113,941	12.4
TOTAL CREDIT UNIONS	140	148	-5.4

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

STATE-CHARTERED CREDIT UNIONS Consolidated Balance Sheet

(In Actual Numbers)

	December 2001	December 2000	% Change
LIABILITIES, SHARES AND EQUITY:			
LIABILITIES			
Promissory and Other Notes Pay	119,013,716	71,780,349	65.8
Dividend/Interest Payable	11,467,943	13,650,722	-16.0
Accounts Payable and Liabilities	33,997,882	29,255,309	16.2
TOTAL LIABILITIES	164,479,541	114,686,380	43.4
SAVINGS/DEPOSTIS			
Share Drafts	392,408,582	387,039,194	1.4
Regular Shares	1,123,260,540	1,019,984,249	10.1
Money Market Shares	655,537,691	507,905,044	29.1
Share Certificates	1,258,295,077	1,143,068,118	10.1
IRA/KEOGH Accounts	360,338,128	335,033,867	7.6
All Other Shares	83,257,940	63,690,316	30.7
Non-Member Deposits	5,945,324	4,855,445	22.4
TOTAL SAVINGS/DEPOSITS	3,879,043,284	3,461,576,242	12.1
EQUITY			
Undivided Earnings	334,848,837	306,657,736	9.2
Regular Reserves	180,256,897	170,637,953	5.6
Appropriations for Non-Conform Investments	1,000	1,000	0.0
Other Reserves	75,890,141	74,774,371	1.5
Miscellaneous Equity	18,777	17,627	6.5
Unrealized G/L A-F-S SEC	8,090,129	1,761,378	359.3
Other Comprehensive Income	0	1,254	-100.0
Net Income	N/A	N/A	
EQUITY TOTAL	599,105,781	553,851,319	8.2
TOTAL SAVINGS/EQUITY	4,478,149,065	4,015,427,561	11.5
TOTAL LIABILITY/SAVINGS/EQUITY	4,642,628,606	4,130,113,941	12.4
NCUA INSURED SAVINGS			
Uninsured Shares	308,964,243	231,575,658	33.4
Uninsured Non-Member Deposits	859,866	322,184	166.9
Tot Uninsured Shares & Deposits	309,824,109	231,897,842	33.6
Insured Shares & Deposits	3,569,219,175	3,229,678,400	10.5

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

STATE-CHARTERED CREDIT UNIONS

Consolidated Income Statement

(In Actual Numbers)

	December 2001	December 2000	% Change
INCOME AND EXPENSE			
INTEREST INCOME:			
Interest on Loans	243,567,404	233,975,572	4.1
Less Interest Refund	60,436	168,029	-64.0
Income from Investments	64,514,415	64,047,725	0.7
Income from Trading	0	35,297	-100.0
TOTAL INTEREST INCOME	308,021,383	297,890,565	3.4
INTEREST EXPENSE:			
Dividends	77,562,168	87,030,576	-10.9
Interest on Deposits	64,189,330	54,678,858	17.4
Interest on Borrowed Money	5,259,374	4,521,251	16.3
TOTAL INTEREST EXPENSE	147,010,872	146,230,685	0.5
Provision for Loan & Lease Losses	14,892,230	11,129,929	33.8
NET INTEREST INCOME AFTER PLL	146,118,281	140,529,951	4.0
NON INTEREST INCOME:			
Fee Income	29,328,665	27,267,147	7.6
Other Operating Income	15,599,223	12,090,171	29.0
Gain (Loss) on Investments	304,593	-227,124	234.1
Gain (Loss) on Disposable Assets	229,819	29,939	667.6
Other Non-Operating Income and Expense	1,067,473	2,698,856	-60.4
TOTAL NON-INTEREST INCOME	46,529,773	41,858,989	11.2
NON-INTEREST EXPENSE:			
Employee Compensation and Benefits	78,741,832	72,843,274	8.1
Travel, Conference Expense	2,274,602	2,273,341	0.1
Office Occupancy	10,136,898	9,242,023	9.7
Office Operation Expense	33,971,345	30,695,048	10.7
Educational and Promotion	3,929,009	3,740,365	5.0
Loan Servicing Expense	5,696,737	5,257,341	8.4
Professional, Outside Service	10,184,907	9,552,200	6.6
Member Insurance	2,182,856	2,354,515	-7.3
Operating Fees	1,589,277	1,514,648	4.9
Miscellaneous Operating Expense	4,101,661	3,430,497	19.6
TOTAL NON-INTEREST EXPENSE	152,809,124	140,903,252	8.4
NET INCOME:	39,838,930	41,485,688	-4.0
RESERVE TRANSFERS:			
Transfer to Regular Reserve	8,222,350	8,425,315	-2.4

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

FEDERALLY-CHARTERED CREDIT UNIONS

Consolidated Balance Sheet

(In Actual Numbers)

	December 2001	December 2000	% Change
ASSETS:			
CASH:			
Cash On Hand	76,229,852	75,422,622	1.07
Cash On Deposit	376,649,504	189,461,403	98.80
Cash Equivalents	38,280,846	36,850,772	3.88
TOTAL CASH	491,160,202	301,734,797	62.78
INVESTMENTS:			
U.S. Govt. Obligations	12,759,893	14,323,000	-10.91
Federal Agency Sec.	597,890,056	495,012,881	20.78
All Mutual Funds	13,448,685	12,965,309	3.73
Total MCSD And PIC In Corporate	18,833,319	18,209,695	3.42
Corp. Central (CD)	95,229,813	53,995,865	76.37
Banks and S&Ls (Cert. DEP)	196,466,084	120,402,907	63.17
DEP IN & Loans to other CUs	5,763,571	5,660,323	1.82
All Other Investments	28,146,346	13,023,547	116.12
TOTAL INVESTMENTS	968,537,767	733,593,528	32.03
LOANS AND LEASES:			
Unsecured Credit Card Loans	143,955,863	140,154,943	2.71
All Other unsecured Loans	225,227,363	232,483,230	-3.12
New Auto Loans	485,356,327	518,808,597	-6.45
Used Auto Loans	555,218,779	528,874,318	4.98
1st Mort. Real Estate Loans	846,021,411	805,167,954	5.07
Other Real Estate Loans	200,699,718	175,515,887	14.35
Leases Receivable	1,273,335	1,334,804	-4.61
Other Member Loans	98,946,850	94,837,293	4.33
All Other Loans	7,645,924	7,327,034	4.35
TOTAL LOANS	2,564,345,570	2,504,504,060	2.39
LESS: ALLOWANCE FOR LOAN AND LEASES	16,088,439	15,171,425	6.04
Other Real Estate Owned	422,407	1,089,001	-61.21
Land and BLDG (Net of Depreciation)	69,932,101	60,330,912	15.91
Other Fixed Assets	16,442,318	14,034,183	17.16
Share INS CAP Deposit	31,873,690	29,096,154	9.55
Other Assets	31,179,394	31,601,628	-1.34
TOTAL ASSETS	4,157,805,010	3,660,812,838	13.58
TOTAL CREDIT UNIONS's	98	101	-2.97

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

FEDERALLY-CHARTERED CREDIT UNIONS

Consolidated Balance Sheet

(In Actual Numbers)

	December 2001	December 2000	% Change
LIABILITIES, SHARES AND EQUITY:			
LIABILITIES:			
Promissory And Other Notes Pay	10,671,993	9,579,959	-11.7
DIV/INT Payable	13,374,365	15,610,190	19.6
Acct. Payable & Liabilities	18,375,943	12,827,420	2.3
TOTAL LIABILITIES	42,422,301	38,017,569	4.8
SAVINGS/DEPOSITS:			
Share Drafts	402,480,150	338,073,825	7.8
Regular Shares	1,337,728,856	1,112,523,217	-1.5
Money Market Shares	387,651,487	282,198,446	-1.8
Share Certificates	1,057,170,866	763,823,682	18.1
IRA/KEOGH Accounts	375,822,739	335,096,877	1.1
All Other Shares	41,651,757	36,082,728	-10.2
Non-Member Deposits	1,132,066	1,886,539	10.0
TOTAL SAVINGS/DEPOSITS	3,603,637,921	2,869,685,317	5.0
EQUITY:			
Undivided Earnings	318,338,656	236,919,424	8.1
Regular Reserves	117,715,817	124,244,773	4.6
Other Reserves	71,322,309	40,861,758	24.8
Miscellaneous Equity	0	21,767	
Unrealized G/L A-F-S SEC	4,368,006	1,368,121	93.0
Net Income	N/A	N/A	
EQUITY TOTAL	511,744,788	403,415,843	10.0
TOTAL SAVINGS/EQUITY	4,115,382,709	3,273,101,160	5.6
TOTAL LIAB/SAVINGS/EQUITY	4,157,805,010	3,308,351,984	5.6
NCUA INSURED SAVINGS:			
Uninsured Shares	222,991,602	125,038,327	10.2
Uninsured Non-Member Deposit	437,421	660,139	452.9
Tot Uninsured Shares & Deposit	223,429,023	125,698,466	10.5
Insured Shares & Deposits	3,380,208,898	2,743,986,851	4.7

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

FEDERALLY-CHARTERED CREDIT UNIONS

Consolidated Income Statement

(In Actual Numbers)

	December 2001	December 2000	% Change
INCOME AND EXPENSE			
INTEREST INCOME:			
Interest on Loans	207,107,950	201,215,526	2.9
Less Interest Refund	196,958	614,282	-67.9
Income from Investments	58,260,782	54,938,511	6.0
Income from Trading	0	0	
TOTAL INTEREST INCOME	265,171,774	255,539,755	3.8
INTEREST EXPENSE:			
Dividends	132,305,433	127,578,896	3.7
Interest on Deposits	0	0	
Interest on Borrowed Money	395,728	628,992	-37.1
TOTAL INTEREST EXPENSE	132,701,161	128,207,888	3.5
Provision for Loan & Lease Losses	11,140,227	8,906,666	25.1
NET INTEREST INCOME AFTER PLL	121,330,386	118,425,201	2.5
NON INTEREST INCOME:			
Fee Income	26,325,178	23,507,498	12.0
Other Operating Income	11,112,824	9,744,125	14.0
Gain (Loss) on Investments	390,877	-13,185	3064.6
Gain (Loss) on Disposable Assets	46,431	157,210	-70.5
Other Non-Operating Income and Expense	435,818	950,801	-54.2
TOTAL NON-INTEREST INCOME	38,311,128	34,346,449	11.5
NON-INTEREST EXPENSE:			
Employee Compensation and Benefits	62,852,026	57,726,724	8.9
Travel, Conference Expense	1,803,761	1,663,843	8.4
Office Occupancy	8,553,874	7,855,983	8.9
Office Operation Expense	25,911,604	23,935,467	8.3
Educational and Promotion	3,875,276	3,394,276	14.2
Loan Servicing Expense	4,285,692	3,967,554	8.0
Professional, Outside Service	13,395,373	11,888,364	12.7
Member Insurance	1,870,960	2,116,174	-11.6
Operating Fees	823,309	969,034	-15.0
Miscellaneous Operating Expense	2,858,017	2,863,778	-0.2
TOTAL NON-INTEREST EXPENSE	126,229,892	116,381,197	8.5
NET INCOME:	33,411,622	36,390,453	-8.2
RESERVE TRANSFERS:			
Transfer to Regular Reserve	3,150,937	7,872,464	-60.0

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

STATE-CHARTERED CREDIT UNIONS

Credit Union Name	Address	City	Zip	Full-time Emp.	# of Members	Total Assets
A.U.B. EMPLOYEES'	P. O. BOX 689	ATHENS	37303	0	230	784,307
AFG EMPLOYEES	P.O. BOX 929	KINGSPORT	37662	9	3516	14,294,174
ALADDIN EMPLOYEES	703 MURFREESBORO RD.,	NASHVILLE	37210	5	1616	10,011,698
ALLIED PRINTERS/IBEW 846	1740 DAYTON BOULEVARD	CHATTANOOGA	37405	2	1100	4,492,357
AMERICAN SAVINGS	3048 HARVESTER LANE	MEMPHIS	38127	43	19503	45,434,272
AMERICAN UNIFORM	1007 KEITH STREET NW	CLEVELAND	37311	3	2469	7,398,412
APCO EMPLOYEES	2000 TELLICO AVENUE	ATHEN	37303	0	495	1,206,855
APPLIANCE	P. O. OBOX 1057	CLEVELAND	37320	5	2309	6,119,524
AQUA GLASS EMPLS.	320 INDUSTRIAL PARK	ADAMSVILLE	38310	1	716	869,510
AVERITT EXPRESS SAVINGS ASSOCIATION	PO BOX 3166	COOKEVILLE	38502	2	4476	5,426,230
BAPTIST HOSPITAL	2010 CHURCH ST., SUITE 204	NASHVILLE	37203	8	3572	12,387,500
BCBST EMPLOYEES	801 PINE STREET	CHATTANOOGA	37402	3	2225	5,581,432
BETHLEHEM COMMUNITY DEVELOPMENT	P.O. BOX 2131	CHATTANOOGA	37409	2	377	828,535
BLUE FLAME	665 MAINSTREAM DRIVE	NASHVILLE	37228	2	650	2,609,404
BOWATER EMPLOYEES	PO BOX 359	CALHOUN	37309	23	9209	88,349,497
BRISTOL TENNESSEE ELECTRIC SYSTEM	P.O. BOX 549	BRISTOL	37621	0	271	1,035,594
BRISTOL TENNESSEE TEACHER'S	615 EDMONT AVENUE	BRISTOL	37620	1	572	2,476,825
BROCK EMPLOYEES	P.O. BOX 22427	CHATTANOOGA	37422	1	544	1,323,992
CARTA EMPLOYEES'	1617 WILCOX BLVD.	CHATTANOOGA	37406	0	354	721,344
CECO OF MILAN	9159 TELECOM DRIVE	MILAN	38358	0	342	585,926
CEMC EMPLOYEES	P.O. BOX 3300	CLARKSVILLE	37043	0	505	2,782,774
CHATTANOOGA FEDERAL EMPLOYEES	PO BOX 22205	CHATTANOOGA	37422-2205	8	2864	24,996,582
CITY EMPLOYEES	1720 WESTERN AVE	KNOXVILLE	37921	15	5981	44,282,913
CITY EMPLOYEES	100 E 11TH ST ROOM 106	CHATTANOOGA	37402	6	2507	8,538,596
CITY OF MEMPHIS	2608 AVERY AVENUE	MEMPHIS	38112-4896	48	16634	136,269,629
CO-OP EMPLOYEES	PO BOX 3003	LAVERGNE	37086	1	1006	2,740,192
COLLEGEDALE	PO BOX 2098	COLLEGEDALE	37315	15	5871	21,605,900
COLUMBIA REGIONAL	142 BEAR CREEK PIKE	COLUMBIA	38401	6	1896	9,196,335
CONSUMER	311 CCU BLVD	GREENEVILLE	37745	35	25137	115,024,366
COVENANT HEALTH	702 19TH STREET	KNOXVILLE	37916	12	5899	18,905,518
CREDIT UNION FOR ROBERTSON COUNTY	2416 MEMORIAL BLVD	SPRINGFIELD	37172	9	3900	12,278,635
D.H.S.	400 DEADERICK ST	NASHVILLE	37248	5	2634	7,392,662
D.O.T.	SUITE 300 J.K. POLK BLDG	NASHVILLE	37243	3	2009	3,662,113
DIXIE LINE	567 VERITAS STREET	NASHVILLE	37211	4	2021	5,832,061
DREMCO	P O BOX 89	SHELBYVILLE	37162	0	459	2,467,632
DUPONT COMMUNITY	P.O.BOX 1058	HIXSON	37343	30	14949	63,918,393
DUPONT MEMPHIS PLANT EMPLOYEES	P O BOX 27321	MEMPHIS	38167	4	2090	13,152,992
DYERSBURG	P.O. BOX 506	DYERSBURG	38025	6	2345	6,689,268
EASTMAN	P. O. BOX 1989	KINGSPORT	37662	162	51770	1,044,664,213
EDUCATORS	P.O. BOX 120729	NASHVILLE	37212	80	28154	148,829,890
ELECTRIC SERVICE	PO BOX 24117	NASHVILLE	37202	11	3038	36,438,421
EMPLOYEE RESOURCES	P O BOX 987	LAWRENCEBURG	38464	7	3895	16,096,438
EMPLOYEES' CREDIT ASSOCIATION	1415 MURFREESBORO ROAD SUITE 148	NASHVILLE	37202-0731	20	8290	25,726,321

TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS

Credit Union Name	Address	City	Zip	Full-time Emp.	# of Members	Total Assets
EMPLOYMENT SECURITY	500 JAMES ROBERTSON PKWY, SUITE 730	NASHVILLE	37245	5	2101	12,278,862
EPB EMPLOYEES	1500 MCCALLIE AVENUE	CHATTANOOGA	37404	6	2491	23,631,706
EPCO	P. O. BOX 1219	SHELBYVILLE	37162	38	10144	72,086,527
FIRST KINGSPORT	408 CLAY STREET	KINGSPORT	37660	10	3188	20,524,612
FIRST SOUTH	6471 STAGE ROAD SUITE 200	BARTLETT	38134	103	50899	232,713,500
FREE PRESS	400 EAST 11TH ST	CHATTANOOGA	37403	1	490	2,165,622
FULTON	100 N. 17TH STREET	KNOXVILLE	37921	22	6960	33,656,101
GALLATIN STEAM PLANT	1499 STEAM PLANT ROAD	GALLATIN	37066	1	651	4,818,803
GATE GOURMET EMPLOYEES	5100 POPLAR AVE	MEMPHIS	38137	5	4370	6,431,766
GATEWAY	202 UFFELMAN DRIVE	CLARKSVILLE	37043	5	1737	6,278,158
GREATER EASTERN	2110 MOUNTCASTLE DRIVE	JOHNSON CITY	37604	8	3304	22,825,883
GREENEVILLE CITY EMPLOYEES'	129 CHARLES ST SUITE 3	GREENEVILLE	37743	1	808	3,903,652
GREENEVILLE WORKS EMPLS. SAV. ASSN.	P O BOX 1790	GREENEVILLE	37744-1790	1	505	2,265,426
HAPPY VALLEY	PO BOX 1838	ELIZABETHTON	37644	10	4466	18,541,516
HARDIN COUNTY HOSPITAL EMPLOYEES	2006 WAYNE RD	SAVANNAH	38372	0	259	594,427
HEALTH SYSTEMS	4005 N. BROADWAY	KNOXVILLE	37917	4	1779	5,469,204
HEALTHCARE SERVICES	975 EAST THIRD STREET	CHATTANOOGA	37403	8	3740	10,508,030
HOLLEY	P. O. BOX 398	PARIS	38242	8	3720	12,844,477
HOLLISTON MILLS EMPLOYEES'	PO BOX 478	KINGSPORT	37662	1	373	1,691,655
HOLSTON VALLEY	216 WEST RAVINE ROAD	KINGSPORT	37660-1823	6	3267	9,161,453
HURD EMPLOYEES	P.O. BOX 2157	GREENEVILLE	37744	1	494	2,141,883
ILLINOIS CENTRAL EMPLOYEES	2005 NONCONNAH BLVD. SUITE 7	MEMPHIS	38132-2129	2	1608	5,803,388
INLAND CONTAINER CU	P.O BOX 1795	ELIZABETHTON	37644	1	214	1,333,002
JACK DANIELS EMPLOYEES	PO BOX 199	LYNCHBURG	37352	3	1025	8,319,659
JACKSON CITY AND COUNTY EMPLS.	PO BOX 7625	JACKSON	38302	4	1735	4,153,408
JEFFERSON COUNTY EDUCATORS'	P.O. BOX 1044	DANDRIDGE	37725	0	425	588,726
JOHN DEERE EMPLOYEES	3003 AIRWAYS BLVD., SUITE #709	MEMPHIS	38131	2	681	5,698,954
JOHNSON CITY FEDERAL EMPLOYEES	PO BOX 833	JOHNSON CITY	37605-0833	0	119	358,119
JOHNSONVILLE TVA EMPLOYEES	209 HWY 641 NORTH	CAMDEN	38320	18	6468	36,864,663
KIMBERLY CLARK	1520 N SECOND STREET	MEMPHIS	38107	25	9691	63,719,512
KINGSPORT PRESS CU	528 W. CENTER STREET	KINGSPORT	37660	20	7348	35,445,020
KINGSTON TVA EMPLOYEES	714 SWAN POND RD.	HARRIMAN	37748	1	808	2,546,547
KNOX CO. EMPLOYEES	400 MAIN AVE ROOM 355	KNOXVILLE	37902	4	1819	6,554,384
KNOXVILLE NEWS-SENTINEL EMPLOYEES	PO BOX 59038	KNOXVILLE	37950	3	796	7,567,219
KNOXVILLE POST OFFICE	POB 12779	KNOXVILLE	37912	22	6719	32,075,829
KNOXVILLE TVA EMPLOYEES	301 WALL AVENUE	KNOXVILLE	37901	161	66342	355,141,046
L.M.P.C.O. EMPLOYEES CREDIT ASSN.	119 HAMLETT STREET	LEXINGTON	38351	1	1112	1,086,664
LAKE SIDE EMPLS.	1008 BROADWAY AVENUE	NEW JOHNSONVILL	37134	14	3656	31,934,562
LANGSTON BAG CO. EMPLS. SAV. ASSN.	P. O. BOX 60	MEMPHIS	38101	0	66	37,264
LEADERS	P.O. BOX 3548	JACKSON	38303-3548	25	12489	47,456,097
LEAGUE CENTRAL	P. O. BOX 3658	CHATTANOOGA	37404	21	12192	23,594,648
LEON-FERENBACH EMPLOYEES	P.O. BOX 450	JOHNSON CITY	37605-0450	0	76	101,252

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Credit Union Name	Address	City	Zip	Full-time Emp.	# of Members	Total Assets
LIFEWAY	127 NINTH AVENUE, NORTH	NASHVILLE	37234	8	2965	25,007,961
LOWLAND	1045 S. CUMBERLAND STREET	MORRISTOWN	37813	26	10374	44,661,865
M.P.D. EMPLOYEES	306 GAY ST. STE 105	NASHVILLE	37201	5	2011	8,717,428
MADISON COUNTY IND. PARK CRE. ASSN.	378-F CARRIAGE HOUSE DRIVE	JACKSON	38305	2	1693	2,117,393
MARYVILLE MUNICIPAL	321 W BROADWAY AVE	MARYVILLE	37801	2	1164	6,737,677
MAURY EDUCATORS'	5021 B-1 TROTWOOD AVENUE	COLUMBIA	38401	6	1766	6,775,543
MAURY PROGRESSIVE	P.O. BOX 1879	COLUMBIA	38402-1879	4	1664	5,344,889
MCKEE BAKING CO. EMPLOYEES	P.O. BOX 3301	COLLEGE DALE	37315	7	4872	11,768,618
MCNAIRY CO. EDUCATIONAL	P.O. BOX 412	SELMER	38375	0	252	247,392
MCQUIDDY	711 SPENCE LN.	NASHVILLE	37217	0	83	208,186
MEDEO	205 HAYES STREET	CROSSVILLE	38555	6	1954	8,627,139
MEDICAL CENTER	408 N. STATE OF FRANKLIN ROAD	JOHNSON CITY	37604	9	3271	7,508,076
MEMORIAL	1317 HICKORY VALLEY ROAD	CHATTANOOGA	37421	8	3608	8,391,166
MEMPHIS AREA TEACHERS'	7845 HIGHWAY 64	MEMPHIS	38133	172	69598	399,910,729
MEMPHIS PUBLISHING CO. EMPLOYEES'	495 UNION AVENUE	MEMPHIS	38103	4	1392	10,071,367
METRO EMPLOYEES	89 HERMITAGE AVE.	NASHVILLE	37210	7	3129	11,875,107
METROPOLITAN TEACHERS	1605 JEFFERSON STREET	NASHVILLE	37208	0	906	2,287,663
N M H CREDIT UNION	3443 DICKERSON RD	NASHVILLE	37207	5	2294	12,234,614
N.G.H.	1818 ALBION STREET	NASHVILLE	37208	8	1990	6,195,345
NASHVILLE FIREMEN'S	P O BOX 60567	NASHVILLE	37206	5	1695	9,513,031
NASHVILLE POST OFFICE	P.O. BOX 291233	NASHVILLE	37229	18	4993	65,467,527
NEWSPAPER AND PRINTERS	1100 BROADWAY	NASHVILLE	37203	1	779	2,565,362
NORTHEAST COMMUNITY	980 WEST E ST.	ELIZABETHTON	37643	18	6371	28,996,742
O.M.C. EMPLOYEES'	P O BOX 248	CHARLESTON	37310	2	1806	21,593,788
OLAN MILLS SAVINGS ASSOCIATION	4325 AMNICOLA HIGHWAY-P.O. BOX 2345	CHATTANOOGA	37422	2	1189	5,041,508
OLD HICKORY	P.O. BOX 431	OLD HICKORY	37138	88	27355	129,956,397
OLIVET BAPTIST	3084 SOUTHERN AVENUE	MEMPHIS	38111	0	891	171,583
P.I.A.S.	P O BOX 100310	NASHVILLE	37224	4	3246	5,478,832
PARCEL EMPLOYEES	3385 AIRWAYS BLVD. SUITE 133	MEMPHIS	38116	4	2620	7,428,755
PARKRIDGE	P.O. BOX 3146	CHATTANOOGA	37404	2	832	3,064,567
PATHWAY	P.O. BOX 2035	CLEVELAND	37311	2	1083	2,728,739
PEOPLES CHOICE	1500 SOUTH FIRST STREET	UNION CITY	38261	8	3609	13,391,205
PORTER-CABLE EMPLOYEES	PO BOX 2468	JACKSON	38302	2	810	1,558,280
POSTAL EMPLOYEES OF JACKSON	57 DIRECTORS ROW	JACKSON	38305	10	3328	20,500,577
POSTAL EMPLOYEES	584 SOUTH THIRD ST	MEMPHIS	38126	11	2981	19,916,092
PRC EMPLOYEES CREDIT ASSN.	100 PLUMLEY DRIVE	PARIS	38242	2	1085	1,280,339
ROHM AND HAAS EMPLOYEES	P.O. BOX 591	KNOXVILLE	37901	0	1049	11,835,542
SIGNAL CEMENT WORKERS	1201 SUCK CREEK RD.	CHATTANOOGA	37405	1	484	2,297,757
SMITH & NEPHEW EMPLOYEES	1450 E BROOKS ROAD	MEMPHIS	38116	4	1619	7,459,717
SOUTHEAST FINANCIAL	P. O. BOX 6000	BRENTWOOD	37024-6000	80	30095	177,252,219
SOUTHERN	P.O. BOX 3490	CHATTANOOGA	37404	8	3502	16,164,887
SOUTHERN RAILWAY EMPLOYEES	3261 NORTH MALL RD	KNOXVILLE	37924	5	1818	12,744,216
ST. THOMAS HOSPITAL EMPLOYEES	111 BOSLEY SPRING RD, SUITE 101	NASHVILLE	37205	5	2626	12,395,374
SULLIVAN COUNTY EMPLOYEES	3306 HIGHWAY 126	BLOUNTVILLE	37617	6	2309	12,251,337

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TENNESSEE DEPARTMENT OF SAFETY	1150 FOSTER AVENUE	NASHVILLE	37249	2	1504	5,627,218
TENNESSEE PAPER MILLS EMP	1740 DAYTON BOULEVARD	CHATTANOOGA	37405	1	458	3,832,214
TENNESSEE TEACHERS	P. O. BOX 22881	NASHVILLE	37203	85	30682	198,022,725
THE SAINTS	6005 PARK AVE SUITE 104	MEMPHIS	38119	2	1722	2,970,448
TOP-O-RING EMPLOYEES	104 HARTMANN DR	LEBONON	37087	0	287	827,149
U. S. COURTHOUSE	PO BOX 25047	NASHVILLE	37202	31	13395	77,289,529
U. S. T. C. EMPLOYEES	800 HARRISON STREET	NASHVILLE	37203	0	273	614,881
VANDERBILT UNIVERSITY EMPLOYEES	1313 21ST AVE S ROOM 107 OXFORD HOU	NASHVILLE	37212	6	5248	12,779,192
WCG EMPLOYEES	P.O. BOX 284	MARTIN	38237	0	280	579,066
WILLIS CORROON	26 CENTURY BOULEVARD, SUITE 101	NASHVILLE	37214	3	3353	8,355,479
YAT EMPLOYEES	100 YALE AVE	LENOIR CITY	37771	2	970	3,645,716